



First Union Rail Corporation
One O'Hare Center
6250 River Road, Suite 5000
Rosemont, IL 60018-4214
Tel 847 318-7575
Fax 847 318-7588

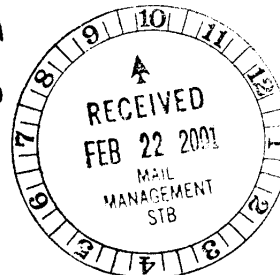
VIA UPS NEXT DAY AIR

February 21, 2001

RECORDATION NO. 21232-A FILED

FEB 26 '01 10-81 AM

SURFACE TRANSPORTATION BOARD



Mr. Vernon E. Williams
Surface Transportation Board
1925 K Street, N.W., Room 704
Washington, DC 20423-0001
Attn: Recordation of Railroad Equipment

Re: Memorandum of Lease Agreement

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) originals and two (2) copies of a Memorandum of Lease Agreement, dated February 5, 2001, a secondary document as defined in the Board's Rules for the Recordation of Documents. The enclosed document relates to the Lease Agreement which was duly filed with the Commission under Recordation number 21232.

The names and addresses of the parties to the enclosed document are:

Lessor: First Union Rail Corporation
One O'Hare Center
6250 River Road, Suite 5000
Rosemont, IL 60018

Lessee: Technisand, Inc.
South Olive Drive
Wedron, IL 60557

A description of the railroad equipment covered by the enclosed document is two (2) 3148 cubic foot covered hopper cars, with car numbers XTRA 3200 and XTRA 3201.

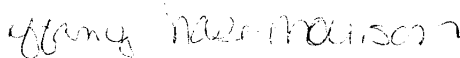
A short summary of the document to appear in the index follows:

Memorandum of Lease between First Union Rail Corporation, Lessor and Technisand, Inc., Lessee, covering 2 3148 cubic foot covered hopper cars, with car numbers XTRA 3200 and XTRA 3201.

Also enclosed is a check in the amount of \$27.00 payable to the order of the Surface Transportation Board covering the required recordation fee. Kindly return one (1) stamped original of the enclosed document to the undersigned along with the additional copies.

If you have any questions or concerns regarding the above-referenced matter, please feel free to contact me at (847) 384-5342. Thank you for your cooperation in this matter.

Very truly yours,


Tiffany Chase-Morrison
Manager of Documentation

Enclosures

(TECH013)

ASSGN. NO.: TECH013

MEMORANDUM OF LEASE

THIS MEMORANDUM OF LEASE (the "Memorandum") is made and entered into as of this the 5th day of February, 2001, by and between First Union Rail Corporation ("Lessor"), a North Carolina corporation, and Teghnisand, Inc. ("Lessee"), a Delaware corporation.

WITNESSETH:

The undersigned Lessor and Lessee have entered into that certain Lease Agreement (the "Lease"), dated as of October 23, 1997, whereby Lessor has agreed to lease to Lessee certain railcars pursuant to Rider No. 11 to the Lease (the "Rider"), as described in more particular on Exhibit A attached hereto, effective as of November 15, 2000 and subject to the terms, conditions and provisions of the above-mentioned Lease and Rider.

IN WITNESS WHEREOF, the parties hereto have each caused this Memorandum to be duly executed under seal by their respective officers duly authorized as of the date and year first above written.

LESSOR:

FIRST UNION RAIL CORPORATION

ATTEST:

By: Richard F. Seymour
Name: RICHARD F. SEYMOUR
Title: Vice President Sales & Marketing

By: K.A. Lombrowski
Name: K.A. LOMBROWSKI

Title: DIRECTOR OF DOCUMENTATION Executed on this 5th day of Feb., 2001.

[CORPORATE SEAL]

RECORDATION NO. 21232-A FILED

FEB 26 '01 10-31 AM

SURFACE TRANSPORTATION BOARD

STATE OF ILLINOIS

COUNTY OF COOK

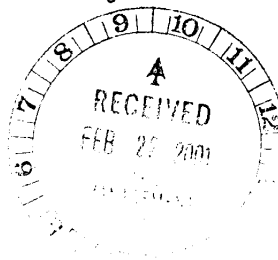
I, SUSAN GROKULSKY, a Notary Public of the County and State aforesaid, certify that RICHARD F. SEYMOUR personally appeared before me this day and acknowledged his due execution of the foregoing Memorandum of Lease.

WITNESS my hand and official stamp or seal, this 5th day of February, 2001.

Susan Grokulsky
Notary Public

My Commission Expires:

8-14-2004
(Notary Public)



LESSEE:

TECHNISAND, INC.

By: Thomas Mitropoulos

Name: Thomas Mitropoulos

Title: VP Transportation

ATTEST:

By: Lisa Jackson

Name: Lisa Jackson

Title: Admin. Asst. Trans.

Executed on this 25th day of January, 2004.

[CORPORATE SEAL]

STATE OF Illinois

COUNTY OF La Salle

I, Kimberly A. Getencord, a Notary Public of the County and State aforesaid, certify that Thomas Mitropoulos personally appeared before me this day and acknowledged his due execution of the foregoing Memorandum of Lease.

WITNESS my hand and official stamp or seal, this 25th day of January, 2004.

Kimberly A. Getencord
Notary Public

Commission Expires:

10-26-03
(Notary Public)

EXHIBIT A
to
MEMORANDUM OF LEASE

NUMBER OF CARS: Two (2)

DESCRIPTION OF CARS: 3148 cu. ft. covered hopper cars

CAR NUMBERS: XTRX 3200, XTRX 3201